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ANNUAL AUDITED REPORT
FORM X-17A-5
PART III

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SEC FILE NUMBER

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**FACING PAGE** 

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a, 5. Thereunder

REPORT FOR THE PERIOD BEGIN	NING 01/01/2	2005	AND ENDI	$NG_{-}^{12/3}$	1/2005
		MM/DD/YY			MM/DD/YY
A	. REGISTRA	NT IDENT	IFICATION		
NAME OF BROKER-DEALER: WO	M Partners.	LLC		F	OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE O	OF BUSINESS: (	Do not use P.	O. Box No.)		FIRM I.D. NO.
424 Carolina	Road		• .		
		(No. and Street)	·		
Del Mar	Cal	lifornia		92014	
(City)		(State)		(Zip C	ode)
NAME AND TELEPHONE NUMBER Jeffrey Wilfong	OF PERSON TO	CONTACT	IN REGARD TO TH	us report	r (858) 847-9422
				(Area	Code - Telephone Number
В.	ACCOUNTA	NT IDENT	IFICATION		
INDEPENDENT PUBLIC ACCOUNT  Brian W. Anson	CPA		ed in this Report*  ast, first, middle name)		
5535 Balboa Blvd.,	•	·	California		91316
(Address)	(City)		· (S	tate)	(Zip Code)
CHECK ONE:			PROCE	SSED	
Certified Public Account	ant		APR 2 1		
☐ Public Accountant					
☐ Accountant not resident i	n United States o	r any of its p	THOMS Ossessions. FINANC	ON CIAL	<i>Y</i>
	FOR OFF	ICIAL USE	ONLY		

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

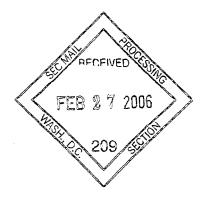
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SEC 1410 (06-02)

#### OATH OR AFFIRMATION

T.		Jeffrey Wilfong		, swear (or	affirm) that, to the best of
my	kno	wledge and belief the accompanying financia	al statement and		
of		December 31,	2005	_, are true and correct. I fur	
nei	ther	the company nor any partner, proprietor, pri			
cla	ssifi	ed solely as that of a customer, except as foll		/ /	
			NONE		
		DAVE BANERJEE	✓	/	Jeffrey Wilfong
	- 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Commission # 1360320 / Notary Fublic - California	7	Signature	
	3 7	上os Angelos County デ	/	President	
	13	My Contin. Expires Jun 9, 2003	j	Title	· · · · · · · · · · · · · · · · · · ·
		<b>\</b>			
-€	=	Notary Public			
Th		port ** contains (check all applicable boxes):			
区		Facing Page.			
X	(b)	Statement of Financial Condition.			
図		Statement of Income (Loss).			
図图		Statement of Changes in Financial Condition Statement of Changes in Stockholders' Equit		on Sala Donnaissanal Carisal	
		Statement of Changes in Stockholders Equilibrium Statement of Changes in Liabilities Subordin			
$\boxtimes$		Computation of Net Capital.	ated to Clamis	or creditors.	
		Computation for Determination of Reserve R	Requirements P	rsuant to Rule 15c3-3.	
X		Information Relating to the Possession or Co			
	(j)	A Reconciliation, including appropriate expl			
		Computation for Determination of the Reserv	e Requirement	s Under Exhibit A of Rule 1	5c3-3.
	(k)	A Reconciliation between the audited and un consolidation.	audited Statem	ents of Financial Condition v	with respect to methods of
K	m	An Oath or Affirmation.			
	` '	A copy of the SIPC Supplemental Report.			
		A report describing any material inadequacies	found to exist o	found to have existed since t	he date of the previous audit.

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).



# FINANCIAL STATEMENTS AND ACCOMPANYING SUPPLEMENTARY INFORMATION

REPORT PURSUANT TO SEC RULE 17a-5(d)

FOR YEAR ENDED DECEMBER 31, 2005

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#### **BRIAN W. ANSON**

Certified Public Accountant

5535 Balboa Blvd., Suite 214, Encino, CA 91316 • (818) 501-8800

#### INDEPENDENT AUDITOR'S REPORT

Board of Members WCM Partners, LLC Del Mar, California

I have audited the accompanying statement of financial condition of WCM Partners, LLC as of December 31, 2005 and the related statements of operations, changes in members' equity, and cash flows for the year then ended that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of WCM Partners, LLC. As of December 31, 2005 and the results of its operations and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

My audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained on Schedule I-III is presented for purposes of additional analysis and is not required as part of the basic financial statements, but is supplementary information required by Rule 17a-5 of the Securities and Exchange Act of 1934. Such information has been subject to the auditing procedures applied in my audit of the basic financial statements and, in my opinion, is fairly stated in all material respect in relating to the basic financial statements taken as a whole.

This opinion is intended solely for the information and use of the board of directors, the Securities and Exchange Commission, and other regulatory agencies which rely on Rule 17a 5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Brian W. Anson

Certified Public Accountant

+WCCPA

Encino, California February 22, 2006

#### Statement of Financial Condition December 31, 2005

#### **ASSETS**

Cash Accounts receivable Due from clearing house Organization costs net of accumulated amortization of \$24,360	\$ 1,070 17,052 50,000 36,540
Total assets	\$ 104,662
LIABILITIES AND MEMBERS' EQUITY	
LIABILITIES:	
Accounts payable Income taxes payable Total liabilities	\$ 9,450 1,700 11,150
Members' equity	 93,512
Total liabilities and members' equity	\$ 104,662

## Statement of Income For the year ended December 31, 2005

#### **REVENUES:**

Commissions	\$	318,528
Interest income		1,435
Other income		3,847
Total income	-	323,810
EXPENSES:		
Amortization		12,180
Clearing charges		62,991
Professional fees		56,000
Employee compensation and benefits		22,990
Occupancy		60,445
Other operating expenses		152,354
Total expenses	والبروران	366,960
LOSS BEFORE INCOME TAXES		(43,150)
INCOME TAX PROVISION (Note 2)		
State taxes and LLC fees		1,700
Total income tax provision		1,700
NET LOSS	\$	(44,850)

## Statement of Members' Equity For the year ended December 31, 2005

	Members' Equity	Net Loss	Total Members' Equity
Beginning balance January 1, 2005	\$96,039		\$96,039
Capital contributions	42,323		42,323
Net loss Ending balance December 31, 2005	\$138,362	(44,850) (\$44,850)	(44,850) \$93,512

#### Statement of Cash Flows For the year ended December 31, 2005

#### CASH FLOWS FROM OPERATING ACTIVITIES

Net loss	\$	(44,850)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization		12,180
(Increase) decrease in: Accounts receivable Other assets		(9,877) 7,750
Increase (decrease) in: Accounts payable Income taxes payable		(18,002) 800
Total adjustments		(7,149)
Net cash used in operating activities		(51,999)
CASH FLOWS FROM FINANCING ACTIVITIES		
Capital contributions		42,323
Net cash provided by financing activities		42,323
Decrease in cash		(9,676)
Cash - beginning of period Cash - end of period	\$	10,746
Supplemental disclosure of cash flow information		
Cash paid during the year for:		
Interest Income taxes and state LLC fee	\$ \$	- -

#### Notes to Financial Statements December 31, 2005

#### Note 1: GENERAL AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **ORGANIZATION AND GENERAL MATTERS:**

WCM Partners, LLC (the "Company") was formed in California on March 15, 2004 and is approved as a securities broker dealer by The Securities and Exchange Commission and The National Association of Securities Dealers.

The firm operates on a fully disclosed basis with a clearing firm, RBC Dain Rauscher.

The firm engages in sales of listed and NASDAQ securities to investment firms, mutual funds companies, and hedge funds.

#### Cash

Cash equivalents include highly liquid investments purchased with an original maturity of three months or less.

#### Concentrations of Credit Risk:

The Company is engaged in various trading and brokerage activities in which counterparties primarily include broker-dealers, banks, and other financial institutions. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk.

Management estimates that 100% of the revenues were generated in the state of California.

#### Going Concern:

The firm is a development stage company and has not earned enough revenue to support its direct expenses. The viability of the firm is a function of the members' capital and future capital contribution.

#### Comprehensive Income:

The Company adopted SFAS No. 130, "Reporting Comprehensive Income," which requires that an enterprise report, by major components and as a single total, the changes in equity. There were no other comprehensive income items for the year ended December 31, 2005.

#### Notes to Financial Statements December 31, 2005

## Note 1: GENERAL & SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Organization costs

The company's organization costs are being amortized over five years:

Organization costs \$60,900 Less: Accumulated amortization (24,360) \$36,540

#### Note 2: INCOME TAXES

The Company was formed as a limited liability company and has elected to be treated as a partnership for Federal Tax purposes, which provides that in lieu of corporate taxes, the members are taxed on the Company's taxable income. Therefore, no provision or liability for Federal income taxes is included in these financial statements. The State of California has similar regulations, although there exists a minimum franchise tax of \$800 per year. The State of California also imposes a graduated franchise fee for total gross revenue per year of \$250,000 to \$500,000 or less. This fee calculated to be \$900 for the Company and is included in state taxes.

#### Note 3: NET CAPITAL REQUIREMENTS

The company is subject to the uniform net capital Rule (SEC Rule 15c3-1) of the Securities and Exchange Commission, which requires both the maintenance of minimum net capital and the maintenance of maximum ratio of aggregate indebtedness to net capital. At December 31, 2005 the company had a net capital of \$56,972 which is \$51,972 in excess of the minimum of \$5,000 required and its ratio of aggregate indebtedness (\$11,150) to net capital was 0.20, which is less than 15:1 ceiling.

#### Note 4: CONTINGENCIES AND SUBSEQUENT EVENT

In December, 2004 the firm was named in a lawsuit between an employee and the firm's shareholder unrelated to the firm's business. The shareholder will settle directly with the individual and the firm will be released from all liability. The settlement document is in the process of being finalized.

# Statement of Net Capital Schedule I For the year ended December 31, 2005

	Focus 12/31/05	Audit 12/31/05	Change
Members' capital December 31, 2005	\$ 149,068	\$ 93,512	\$ 55,556
Subtract - Non allowable assets:			
Organization costs	42,630	36,540	6,090
Other assets	40,016	0	40,016
Tentative net capital	66,422	56,972	9,450
Haircuts:			
NET CAPITAL	66,422	56,972	9,450
Minimum net capital	5,000	5,000	
Excess net capital	71,422	61,972	9,450
Aggregate indebtedness	9,450	11,150	(1,700)
Ratio of Aggregate indebtedness to net capital	0.14%	0.20%	

The differences were caused by year end accruals.

December 31, 2005

# Schedule II Determination of Reserve Requirements Under Rule 15c3-3 of the Securities and Exchange Commission

The Company is exempt from the Reserve Requirement of computation according to the provision of Rule 15c3-3(k)(2)(ii).

Schedule III
Information Relating to Possession or Control
Requirements Under Rule 15c3-3

The Company is exempt from the Rule 15c3-3 as it relates to Possession and Control requirements under the (k)(2)(ii) exemptive provision.

#### **BRIAN W. ANSON**

Certified Public Accountant

5535 Balboa Blvd., Suite 214, Encino, CA 91316 • (818) 501-8800

# INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL STRUCTURE REQUIRED BY SEC RULE 17A-5

Board of Members, WCM Partners, LLC Del Mar, California

In planning and performing my audit of the financial statements of WCM Partners, LLC for the year ended December 31, 2005, I considered its internal control structure, for the purpose for safe-guarding securities, in order to determine our auditing procedures for the purpose of expressing my opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission, I have made a study of the practices and procedures (including tests of compliance with such practices and procedures) followed by WCM Partners, LLC that I considered relevant to objectives stated in Rule 17a-5(g), (1) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and the reserve required by Rule 15c3-3(e). I did not review the practices and procedures followed by the Company (i) in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by Rule 17a-13, or (ii) in complying with the requirements for prompt payment for securities of Section 8 of Regulation T of the Board of Governors of the Federal Reserve System, because the Company does not carry security accounts for customers or perform custodial functions relating to customer securities.

The management of the Company is responsible for establishing and maintaining internal control structure and the practice and procedures referred to in the preceding paragraph in fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the proceeding paragraph and to assess whether those practices and procedures can be expected to achieve the Commission's above mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles. Rule 17-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Board of Members, WCM Partners, LLC Page Two

Because of inherent limitations in any internal control structure or the practices and procedures referred to above, errors or irregularities may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

My consideration of the internal control structure would not necessarily disclose all matters in the internal control that might be material weakness under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, I noted no matters involving the internal control structure, including procedures for safeguarding securities, which, I considered to be material weakness as defined above. In addition, my consideration of the internal control structure indicated that the Company was in compliance with the conditions of the exemption under Paragraph (k)(2)(ii) of Rule 15c3-3, and no facts came to my attention indicating that such conditions had not been complied with during the period. The scope of my engagement did not include the Anti Money Laundering provision of the U.S. Patriot Act.

I understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purpose in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate material inadequacy for such purposes. Based on this understanding and on my study, I believe that the Company's practices and procedures were adequate at December 31, 2005 to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, and other regulatory agencies which rely on Rule 17a-5(g) under the Securities and Exchange Act of 1934 and should not be used for any other purpose.

Brian W. Anson

Certified Public Accountant

Encino, California February 22, 2006